IN THE UNITED STATES DISTRICT COURT
FOR THE WESTERN DISTRICT OF NEW YORK

EBON BONNETTE, *et al.*, individually and on behalf of all others similarly situated, Plaintiffs, v. ROCHESTER GAS & ELECTRIC CO., Defendant.	CIVIL ACTION NO.: 6:07-cv-06635-MAT

ORDER PRELIMINARILY APPROVING
THE SETTLEMENT AGREEMENT

AND NOW, this 11th day of February, 2008, upon consideration of Plaintiffs' unopposed

Motion for Preliminary Approval of the Settlement Agreement, pursuant to Rule 23 of the

Federal Rules of Civil Procedure, and the Court's review of the proposed Settlement Agreement

and exhibits thereto, IT IS HEREBY ORDERED AS FOLLOWS:

1. The Court preliminarily approves the Settlement Agreement as being sufficiently fair, reasonable and

    adequate, subject to the right of any Class Member to challenge the fairness, reasonableness or adequacy

    of the Settlement Agreement and to show cause, if any exists, why a final judgment dismissing this case

    and all released claims and awarding attorneys' fees and expenses to Class Counsel, should not be

    entered following a Final Fairness Hearing.

2. Pursuant to the Settlement Agreement, the Class is preliminarily certified under Rule 23(b)(3) of the

    Federal Rules of Civil Procedure as follows: all African-American individuals employed between May

    24, 2002 and October 1, 2006 by Defendant Rochester Gas & Electric Co., except that Robin Johnson is

    expressly excluded from the class as she previously negotiated a settlement of the same claims advanced

    here (the "Class"). Pursuant to Rule 23(g) of the Federal Rules of Civil Procedure, the Court appoints as

Class Counsel, Shanon J. Carson, Esq. of Berger & Montague, P.C., and Bruce E. Gerstein, Esq. and Jan Bartelli, Esq. of Garwin Gerstein & Fisher.

3. Class Counsel shall file papers in support of Final Approval of the Settlement Agreement and request an award of attorneys' fees and expenses no later than 14 days after the deadline for Class Members to return their Claim Form or object or opt-out of the Settlement.

4. A Final Fairness Hearing shall take place on May 7, 2008 at 10:00 A.M., at the United States District Court for the Western District of New York, United States Courthouse, 100 State Street, Courtroom #1, Rochester, NY 14614, before the Honorable Michael A. Telesca, to determine: (a) whether the proposed settlement of this action on the terms and conditions provided for in the Settlement Agreement is fair, reasonable, and adequate, and should be approved by the Court pursuant to Rule 23(e) of the Federal Rules of Civil Procedure; (b) whether the judgment as provided in the Settlement Agreement should be entered; and (c) whether the Court should grant final approval with respect to the awarding of attorneys' fees and expenses to Class Counsel.

5. The Court approves, as to form and manner of notice, the Notice of Class Action Settlement (the "Notice"), attached as Exhibit B to the Settlement Agreement; the Claim Form attached as Exhibit C to the Settlement Agreement; and the Claim Form Point Allocation attached as Exhibit D to the Settlement Agreement. The Parties are directed to mail the Notice and Claim Form to the Class pursuant to the Settlement Agreement following the entry of this Order.

6. Heffler, Radetich & Saitta LLP is hereby appointed Claims Administrator and shall perform the duties set forth in the Settlement Agreement.

7. Pursuant to 28 U.S.C. § 1715(a) and (b), Defendant shall serve upon an appropriate State official and Federal official, as defined by 28 U.S.C. § 1715(a), notice of the proposed class action settlement and

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the materials set forth in 28 U.S.C. § 1715(b). Defendant shall provide both the Court and Plaintiffs'

Counsel with proof of such service.

8.   As of the date hereof, all discovery and other proceedings in this case are stayed until further order of

this Court, except as may be necessary to implement the Settlement Agreement.

    IT IS SO ORDERED, this 11th day of February, 2008.

                                  S/ MICHAEL A. TELESCA
                                    HON. MICHAEL A. TELESCA